

ACTION ON Jan 24, 2012

TAHOE DONNER ASSOCIATION
ELECTIONS COMMITTEE CHARTER
E.A. - TDA ASSOC.

PURPOSE

Pursuant to the powers vested in the Board of Directors ("Board") by the Articles of Incorporation, the First Restated Declaration of Covenants and Restrictions, and the Restated Bylaws of TAHOE DONNER ASSOCIATION ("Association") the Board hereby establishes the ELECTIONS COMMITTEE as a Standing Committee of the Association. The purpose of the Elections Committee ("Committee") shall be:

- To assure the efficient administration of the elections process
- To certify the eligibility and good standing of candidates volunteering to run for election to the Board
- To monitor the election process to help assure its fairness and impartiality
- Participate in the annual Candidate's Night(s) as Master of Ceremonies IAW the established schedule

AUTHORITY

The Committee is established under the provisions of:

- Para 5(c), Section VII, Restated Bylaws of Tahoe Donner Association
- Section 1 and Section 2, ARTICLE X, Restated Bylaws of Tahoe Donner Association
- Article VIII, Board Meetings, Restated Bylaws of Tahoe Donner Association
- Resolution 2008-2, Committee Policy, Tahoe Donner Association, Board of Directors

The Committee shall have no authority to act on behalf of the Association, other than to formulate and present recommendations to the Board related to its stated purpose. The scope of the activities of the Committee is entirely at the discretion of the Board. The Committee shall not engage in any activities that have not been requested by the Board either specifically or via the Committee's annual agenda of issues, which will be set by the Board at each year's January regular Board Meeting.

MEMBERSHIP AND CHAIRPERSON

The Committee shall consist of 3 regular voting Members.

Any Member of the Association who is in good standing, who has a positive interest in contributing to the welfare of the Association, who is prepared to invest the necessary time, and who does not present a conflict of interest, is eligible to apply for appointment to the Committee. Applicants should possess or be willing to invest the time necessary to learn the election process and procedures used in Tahoe Donner Association's annual election. Directors and their immediate family members are ineligible for appointment.

Co-owners of a property and immediate family members are ineligible to serve simultaneously on the Committee. The Board shall make all appointments to the Committee.

Management shall appoint a Staff Member to serve as an ex-officio, non-voting staff liaison to the Committee whose function is to provide administrative and logistic support, and to facilitate communication between Management, the Committee, and the Board.

Other than when the Board finds an exception, regular and alternate members shall be appointed for a finite term of two years (subject to reappointment). Said terms shall be staggered where practicable in order to promote continuity within the Committee.

All prospective new Committee Members wishing to be appointed, and current Committee Members desiring reappointment, shall submit through the Committee Chair to the Executive Assistant their written request to be a Committee Member stating their interest and willingness to serve on the Committee; all requests shall be forwarded to the Board for approval. Initial applications shall include a brief summary of the applicant's skills, abilities and experiences which the applicant possesses that are relevant to the purpose of the Committee; a brief summary is not required for reappointment applications.

The Committee shall elect, from among its membership, the Committee's Chairperson, who will serve for a period of one year. If no other Committee member is then willing to assume the duties of the Chairperson, the incumbent Chairperson may be reappointed by the Board.

The provisions of the Association's Committee Policy, as set forth in Resolution 2005-8 or subsequent Board action, shall apply to the Committee.

COMMITTEE ADMINISTRATION

Meetings:

Committee meetings shall be at the discretion of the Committee Chairperson, unless otherwise directed by the Board. Normally, meetings shall be held monthly; however, meetings can be held as infrequently as every three months if the Committee's business does not justify more frequent meetings. Meetings are open to all property owners and will be noticed on the Northwoods Clubhouse bulletin board; notice is required by ARTICLE VIII, Restated Bylaws of Tahoe Donner Association. Committee members are expected to attend scheduled meetings on a regular basis. Summaries of the discussions, along with a record of actions and recommendations made, shall be maintained and provided to the Board. Decisions of the Committee shall be reached by the majority vote of members present and constituting a quorum.

Quorum Requirements:

A quorum of at least two (2) members shall be required to conduct business.

Reporting Requirements:

1. The Chairperson, or a duly appointed representative, shall report periodically to the Board, on the actions of the Committee as required. Reports may be written, oral, or a combination thereof.
2. November: The Committee Chairperson submits to the Executive Assistant a compilation of all requests received for either initial appointment or reappointment, along with the Committee's recommendation with regard to such requests. The Board reviews the requests and recommendations in November and will take action in December.
3. December: At the regularly scheduled December Board meeting, the Committee shall submit to the Board an agenda of issues the Committee sees as its focus for the upcoming year. This agenda is to be reasonable in scope so as to realize the effectiveness of the Committee and assure completion.
4. January: The Committee shall establish its meeting calendar and elect a Chairperson for the upcoming year. The Committee Chairperson will submit a report to the Executive Assistant indicating the Committee's meeting calendar and elected chairperson. At its regularly scheduled Board meeting in January, the Board shall approve, disapprove, or modify the Committee's agenda for that year. The Committee's agenda may be changed as circumstances require at the discretion of the Board and after consultation with the Committee.
5. Vacancies: The Committee Chairperson shall advise the Executive Assistant of any membership changes that either have occurred or are anticipated. The Executive Assistant shall communicate the current or pending vacancies to the Communications Department, which shall publish notices of the vacancies in all Association media.

Committee Support:

The Committee Chairperson will direct requests for statistical data or any other type of information needed for the work of the Committee to the Staff Liaison assigned by the General Manager.

AMENDMENTS TO AND TERM OF CHARTER

This Committee shall remain in existence until dismissed by the Board. This Committee Charter shall remain in effect as presented herein until such time as it is amended or revoked by the Board.